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**BEFORE THE BOARD OF OIL, GAS AND MINING
DEPARTMENT OF NATURAL RESOURCES
STATE OF UTAH**

**SECRETARY, BOARD OF
OIL, GAS & MINING**

IN THE MATTER OF THE REQUEST FOR
AGENCY ACTION OF KERR-MCGEE OIL & GAS
ONSHORE LP FOR AN ORDER SUSPENDING
APPLICATION OF THE BOARD'S ORDERS IN
CAUSE NOS. 173-24 AND 210-05 AND UTAH
ADMIN. CODE RULES R649-3-2, R649-3-10 AND
R649-3-11 (1) AND (2) INsofar AS THEY
PERTAIN TO LANDS WITHIN THE 2011
EXPANSION OF THE NATURAL BUTTES
FEDERAL EXPLORATORY UNIT, COVERING
PORTIONS OF TOWNSHIPS 9 SOUTH, RANGE 20
EAST, AND 10 SOUTH, RANGES 20 THROUGH
22 EAST, SLM, UTAH COUNTY, UTAH

**MOTION FOR LEAVE TO
SUBSTITUTE AND REPLACE
EXHIBIT**

Docket No. 2011 - 015

Cause No. 173-25

COMES NOW, Kerr-McGee Oil & Gas Onshore LP ("KMG"), acting by and through its attorneys, Beatty & Wozniak, P.C., and pursuant to Utah Admin. Code Rule R641-105-300, and hereby requests the Board of Oil, Gas and Mining (the "Board") for leave to substitute and replace the Exhibit "C" filed as part of KMG's Exhibits on September 26, 2011, with the Replacement Exhibit "C" attached hereto and by this reference incorporated herein. The attached Replacement Exhibit "C" was prepared in response to a request of the Division of Oil, Gas and Mining on November 9, 2011 to reflect those tracts within the Natural Buttes Unit which remain uncommitted at this time.

Exhibits filed later than 30 days before the scheduled hearing date may be allowed by the Board upon good cause shown (*see* Utah Admin. Code Rule R641-105-500). The hearing on this matter is scheduled for December 7, 2011. At this time, there are no

adverse parties or any other parties that have made an appearance in this matter. As a consequence, and for the reasons outlined above, KMG respectfully requests this Motion for Leave be granted and the attached Replacement Exhibit "C" be substituted for and replace the original Exhibit "C" currently on file in this Cause.

Respectfully submitted this 10th day of November, 2011.

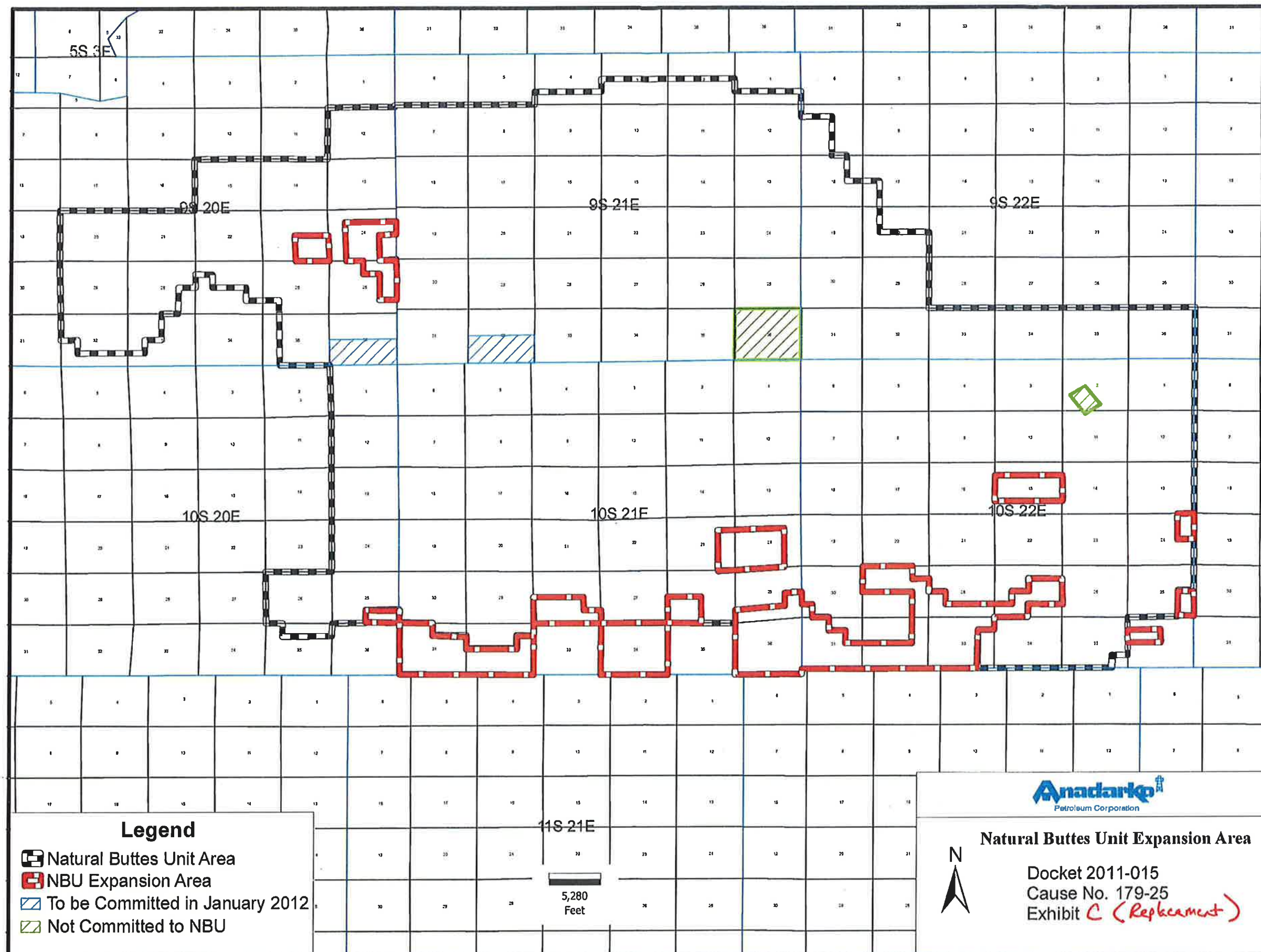
BEATTY & WOZNIAK, P.C.

By: 

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Onshore LP

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**BEFORE THE BOARD OF OIL, GAS AND MINING
DEPARTMENT OF NATURAL RESOURCES
STATE OF UTAH**

IN THE MATTER OF THE REQUEST FOR AGENCY ACTION OF KERR-MCGEE OIL & GAS ONSHORE LP FOR AN ORDER SUSPENDING APPLICATION OF THE BOARD'S ORDERS IN CAUSE NOS. 173-24 AND 210-05 AND UTAH ADMIN. CODE RULES R649-3-2, R649-3-10 AND R649-3-11 (1) AND (2) INsofar AS THEY PERTAIN TO LANDS WITHIN THE 2011 EXPANSION OF THE NATURAL BUTTES FEDERAL EXPLORATORY UNIT, COVERING PORTIONS OF TOWNSHIPS 9 SOUTH, RANGE 20 EAST, AND 10 SOUTH, RANGES 20 THROUGH 22 EAST, SLM, UINTAH COUNTY, UTAH

**ORDER GRANTING LEAVE TO
SUBSTITUTE AND REPLACE
EXHIBIT**

Docket No. 2011 - 015

Cause No. 173-25

The Board of Oil, Gas and Mining, having fully considered Kerr-McGee Oil & Gas Onshore LP's ("KMG's") Motion for Leave to Substitute and Replace Exhibit filed on November 10, 2011, and finding good cause therefore, hereby grants said Motion and authorizes the substitution and replacement of the Replacement Exhibit "C" attached to the Motion for the original Exhibit "C" currently on file in this Cause.

For all purposes, the Chairman's signature on a faxed copy of this Order shall be deemed the equivalent of a signed original.

DATED this ____ day of November, 2011.

**STATE OF UTAH
BOARD OF OIL, GAS AND MINING**

By: _____
James T. Jensen, Chairman

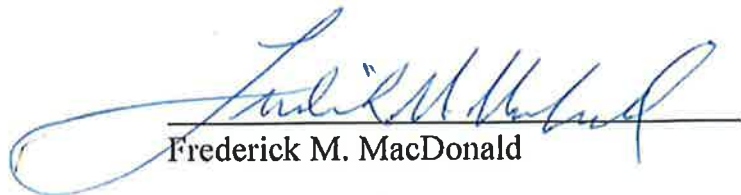
CERTIFICATE OF SERVICE

The undersigned certifies that he caused a true and correct copies of the foregoing Motion For and attached Proposed Order Granting Leave to Substitute and Replace Exhibit to be mailed, properly addressed and postage pre-paid, to each of the following parties this 10th day of November, 2011:

United States of America
Bureau of Land Management
Utah State Office
Attn: Roger L. Bankert
Chief-Branch of Fluid Minerals
P.O. Box 45155
Salt Lake City, UT 84145-0155

State of Utah School and Institutional
Trust Lands Administration
Attn: LaVonne Garrison
Assistant Director, Oil and Gas
675 East 500 South, Suite 500
Salt Lake City, UT 84102

United States of America
Bureau of Land Management
Vernal Field Office
Attn: Jerry Kenczka
170 South 500 East
Vernal, UT 84078



Frederick M. MacDonald

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